

[COUNSEL LISTED ON SIGNATURE PAGE]

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

AQUATRON CORPORATION, a Florida
corporation,

Plaintiff,

v.

HONEYWELL INTERNATIONAL, INC., a
Delaware corporation (formerly known as
Honeywell, Inc.),

Defendant.

Civil Action No. C 03-0724 PJH

**STIPULATION AND [PROPOSED] ORDER
GRANTING PARTIES' APPLICATION
FOR A THIRTY-DAY STANDSTILL IN
THE LITIGATION TO FACILITATE
COMPLETION OF SETTLEMENT
DISCUSSIONS**

WHEREAS, plaintiff Aquatron Corporation ("Aquatron") and defendant Honeywell International Inc. ("Honeywell") are presently engaged in settlement discussions aimed at reaching a business resolution to these proceedings;

WHEREAS, the parties wish to conserve resources and focus their efforts on completing settlement discussions, which are occurring over the upcoming holiday period;

THEREFORE, the parties desire to stipulate to a thirty-day (30) standstill and extension of all case deadlines set forth in the November 12, 2003 Stipulated Case Schedule and Order, for purposes of facilitating a business resolution between themselves. Accordingly, the parties desire to extend all due dates and court dates by a period of thirty days and have further stipulated that no formal discovery may be served during this standstill. In the event that the parties

are unable to settle their differences, promptly upon conclusion of the standstill counsel will so notify the Court and will submit to the Court an agreed-upon, stipulated revised case schedule for this action, with full recognition that some of the dates will require availability of the Court. In this regard, if the parties cannot resolve their differences during the standstill, the parties will inquire with the Court's Deputy Clerk to discuss availability on various dates, to assist with their preparation of a revised stipulated case schedule that will be acceptable to the Court.

Dated: December 24, 2003

GORMAN & MILLER, P.C.

s/John C. Gorman

By: _____

John C. Gorman
Attorneys for Plaintiff
AQUATRON CORPORATION

Dated: December 24, 2003

KIRKLAND & ELLIS

s/Eric R. Lamison

By: _____

Eric R. Lamison
Attorneys for Defendant
HONEYWELL INTERNATIONAL INC.

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated:

HON. PHYLLIS J. HAMILTON
United States District Judge

ATTESTATION PURSUANT TO GENERAL ORDER 45

I, Eric R. Lamison, attest that concurrence in the filing of this document has been obtained from John C. Gorman, counsel for plaintiff Aquatron Corporation. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 24th day of December, 2003 at San Francisco, California.

s/Eric R. Lamison

Eric R. Lamison